

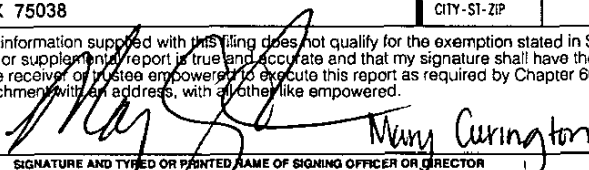


2005 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
May 05, 2005 8:00 am
Secretary of State

05-05-2005 90085 018 ***150.00

DOCUMENT # P31755 1. Entity Name JEWELERS FINANCIAL SERVICES, INC.					
Principal Place of Business 901 W. WALNUT HILL LN M/S 6B-12 IRVING, TX 75038 US			Mailing Address P.O. BOX 152757 M/S 6B-12 IRVING, TX 75015-2757		
2. Principal Place of Business Suite, Apt. #, etc.		3. Mailing Address Suite, Apt. #, etc.			
City & State		City & State			
Zip	Country	Zip	Country		
4. FEI Number 75-2341966				Applied For <input type="checkbox"/> Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/>				\$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE, FL 32301			7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) Signature, typed or printed name of registered agent and title if applicable. DATE					
FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/>		\$5.00 May Be Added to Fees	
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CEO FORTE, MARY L 901 W WALNUT HILL LN IRVING, TX 75038 <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS CURINGTON, MARY 901 W. WALNUT HILL LANE IRVING, TX 75038 <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T MASSANELLI, STEPHEN 901 W WALNUT HILL LN IRVING, TX 75038 <input checked="" type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	David Sternblitz <input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D MOLAY, HILARY 901 W WALNUT HILL LN IRVING, TX 75038 <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CFO MARK LENZ 901 W. WALNUT HILL LN IRVING, TX 75038 <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	COO GOVE, SUE E 901 W. WALNUT HILL LANE IRVING, TX 75038 <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE:  Mary Curington 4/27/05 972-580-4290 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #					

Attachment
40082583
P31755

JEWELERS FINANCIAL SERVICES, INC.

BOARD OF DIRECTORS

Mary L. Forte
Sue E. Gove
Hilary Molay

OFFICERS

Mary L. Forte	President	Home: 3524 Dickason, Dallas, TX 75219 Work: 901 W. Walnut Hill Lane, Irving, TX 75038	
Sue E. Gove	Chief Operating Officer	Home: 2830 Miramar Dr., Carrollton, TX 75007 901 W. Walnut Hill Lane, Irving, TX 75038	Work:
Mark R. Lenz	Group Sr. Vice President - Chief Financial Officer	Home: 3812 Hillwood Way, Bedford, TX 76021 Work: 901 W. Walnut Hill Lane, Irving, TX 75038	
Cindy Gordon	Sr. Vice President - Controller	Home: 402 Parkwood Ct., Southlake, TX 76092 Work: 901 W. Walnut Hill Lane, Irving, TX 75038	
David Sternblitz	Sr. Vice President - Treasurer	Home: 12130 Marbrook Drive, Dallas, TX 75230 Work: 901 W. Walnut Hill Lane, Irving, TX 75038	
Hilary Molay	Vice President / General Counsel / Secretary	Home: 4505 Isabella Lane, Dallas, TX 75229 Work: 901 W. Walnut Hill Lane, Irving, TX 75038	
Mary Curington	Assistant Secretary - Director of Tax	Home: 2429 Whispering Cove Cr., Garland, TX 75044 Work: 901 W. Walnut Hill Lane, Irving, TX 75038	

Note: Inactive Corporation